

ROBERTS, TOWERS, PARRISH, JONES & GRAY
Request for statement
1st South Main Street
(Address)
Tallahassee, FL 32301 222-7200
(City, State, Zip) (Phone #)

OFFICE USE ONLY

Call Pat if problems. @ 222-7200

00000220011001--4
05/03/97--01013--013
*****52.50 *****52.50

600002191786--3
-05/27/97--01082--012
*****70.00 *****70.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Phoenix Products Sub Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name)

3. _____
(Corporation Name)

4. _____
(Corporation Name)

☒ Walk in ☒ Pick up time 5/28.

☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certified
☐ Certificate of Status

RECEIVED
87 MAY 27 PM 12:32

| NEW FILINGS |
|--|
| <input checked="" type="checkbox"/> Profit |
| <input type="checkbox"/> NonProfit |
| <input type="checkbox"/> Limited Liability |
| <input type="checkbox"/> Domestication |
| <input type="checkbox"/> Other |

| AMENDMENTS |
|---|
| <input type="checkbox"/> Amendment |
| <input type="checkbox"/> Resignation of R.A. Officer/Director |
| <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Disscusion/Withdrawal |
| <input type="checkbox"/> Merger |

| OTHER FILINGS |
|---|
| <input type="checkbox"/> Annual Report |
| <input type="checkbox"/> Fictitious Name |
| <input type="checkbox"/> Name Reservation |

| REGISTRATION/ QUALIFICATION |
|--|
| <input type="checkbox"/> Foreign |
| <input type="checkbox"/> Limited Partnership |
| <input type="checkbox"/> Reinstatement |
| <input type="checkbox"/> Trademark |

* Please return a filed stamped copy. Thank.

5/28

Examiner: [Signature]

ARTICLES OF INCORPORATION
OF
PHOENIX PRODUCTS SUB, INC.

FILED
97 MAY 27 PM 1:29
SECRET
FBI - JACKSONVILLE

FIRST: The name of this corporation is:
PHOENIX PRODUCTS SUB, INC.

SECOND: The purpose for which this corporation is formed is to transact any lawful business which may be conducted by corporations pursuant to the laws of the State of Florida. This corporation shall have the power to do all and everything necessary and proper for the accomplishment of its purposes and necessary or incidental to the benefit and protection of the corporation.

The foregoing clauses will be construed both as objects and powers, and it is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

THIRD: The maximum number of shares with par value that this corporation is authorized to have outstanding at any one time is Ten Thousand (10,000) shares of the par value of One Cent (\$0.01) each.

FOURTH: This corporation is to have perpetual existence. Corporate existence shall commence effective with the filing of these Articles with the Secretary of State of Florida.

FIFTH: The initial principal office and mailing address of this corporation will be at 8619 Western Way, Jacksonville, Florida 32256.

SIXTH: The number of its directors shall be two (2) or such other number as the shareholders may from time to time designate but never less than one (1).

SEVENTH: The names and addresses of the members of the first board of directors, who shall hold office for the first year of the existence of the corporation or until their successors are elected or appointed and have qualified, are:

| <u>NAMES</u> | <u>ADDRESS</u> |
|--------------------|---|
| Felix A. Crawford | 8619 Western Way Jacksonville, Florida 32256 |
| Charles C. Appleby | 8619 Western Way Jacksonville, Florida 32256 |

EIGHTH: The name and address of the sole subscriber of the Articles of Incorporation is Charles C. Appleby, 8619 Western Way, Jacksonville, Florida 32256.

NINTH: The street address of the initial registered office of this corporation is 8619 Western Way, Jacksonville, Florida, 32256, and the name of the initial registered agent of this corporation at that address is Charles C. Appleby.

TENTH: This corporation reserves the right to amend, alter, change or repeal any provision contained in its articles of incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred upon stockholders herein are granted subject to this reservation.

I, THE UNDERSIGNED, being the sole original subscriber hereinbefore named for the purpose of forming a corporation to do business both within and without the State of Florida, do make, subscribe, acknowledge, and file these articles, hereby declaring

and certifying that the facts herein stated are true, and accordingly have hereunto set my hand and seal this 23^d day of May, 1997.

Signed, sealed and delivered
in the presence of:

Wm. B. Carver
La B. S.

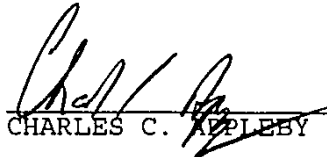
Charles C. Appleby
CHARLES C. APPLEBY

CERTIFICATE NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Chapter 48.091, Florida Statutes, the following is submitted.

That PHOENIX PRODUCTS SUB, INC., a corporation duly organized and existing under the laws of the State of Florida, has named CHARLES C. APPLEBY as its Registered Agent, located at 8619 Western Way, Jacksonville, Florida, 32256 as its agent to accept service of process within Florida.

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.


CHARLES C. APPLEBY

FILED
97 MAY 27 PM 1:29
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA